WILLKIE FARR & GALLAGHER LIP

1875 K Street, N W Washington, DC 20006-1238 Tel: 202 303 1000

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FILED/ACCEPTED

February 22, 2012

VIA HAND DELIVERY

Marlene H. Dortch, Secretary Federal Communications Commission 445 Twelfth Street, S.W. Washington, D.C. 20554 FEB 2 2 2012

Federal Communications Commission Office of the Secretary

Re:

In the Matter of Applications of Comcast Corporation, General Electric Company and NBC Universal, Inc. for Consent to Assign Licenses or Transfer Control of Licensees, MB Docket No. 10-56

REDACTED - FOR PUBLIC INSPECTION

Dear Ms. Dortch:

Pursuant to the Protective Order for Compliance in the above-referenced proceeding, ¹ Comcast Corporation hereby submits two copies of the public, redacted version of a compliance report. The [[]] symbols denote where Confidential Information has been redacted. The Confidential, unredacted version of the report is being filed simultaneously under separate cover.

Please contact me should you have any questions regarding this matter.

Sincerely yours,

Michael H. Hammer

Counsel for Comcast Corporation

Enclosures

cc:

Vanessa Lemme

Applications of Comcast Corporation, General Electric Company, and NBC Universal, Inc. for Consent to Assign Licenses or Transfer Control of Licensees, Protective Order for Compliance, 26 FCC Rcd 2045 (MB Feb. 22, 2011).



Comcast Corporation 300 New Jersey Avenue, NW Suite 700 Washington, DC 20001

REDACTED - FOR PUBLIC INSPECTION

FILED/ACCEPTED

February 22, 2012

VIA HAND DELIVERY

FEB 2 2 2012

Federal Communications Commission Office of the Secretary

Ms. Marlene H. Dortch Secretary Federal Communications Commission 445 Twelfth Street, S.W. Washington, D.C. 20554

Re:

In the Matter of Applications of Comcast Corporation, General Electric Company And NBC Universal Inc. for Consent to Assign Licenses and Transfer Control of Licenses, MB Docket No. 10-56

Dear Ms. Dortch:

In accordance with the provisions of the Memorandum Opinion and Order adopted in the above-referenced proceeding, ¹ Comcast Corporation ("Comcast") hereby submits the following information. This letter contains certain information designated as Confidential (identified by [[brackets]]) and is being submitted pursuant to the Protective Order for Compliance in effect in this proceeding.²

Introduction

Pursuant to FCC Order Appendix A § IV.D.3, Comcast is required to submit an annual report describing compliance with FCC Order Appendix A § IV.D.1 regarding Comcast's provision of standalone Broadband Internet Access Service ("BIAS") and providing certain additional information. In addition, Comcast is required to file a report upon any price adjustment of a standalone BIAS offering. Effective January, 2012, Comcast adjusted pricing

¹ In the Matter of Applications of Comcast Corporation, General Electric Company and NBC Universal, Inc. For Consent to Assign Licenses and Transfer Control of Licensees, Memorandum Opinion and Order, 26 FCC Rcd 4238 (2011) ("FCC Order").

² In the Matter of Applications of Comcast Corporation, General Electric Company, and NBC Universal, Inc. for Consent to Assign Licenses or Transfer Control of Licensees, Protective Order for Compliance, 26 FCC Rcd 2045 (MB 2011).

REDACTED - FOR PUBLIC INSPECTION

for its standalone BIAS services throughout service areas in which it offers BIAS services. In order to avoid the filing of duplicative reports in close proximity in time, Comcast is filing one combined report to satisfy the requirements for submission of both the annual report and the report based upon the standalone price adjustments that occurred in January, 3 as coordinated with the FCC Media and Enforcement Bureaus on November 21, 2011.

Report

Comcast continues to offer standalone BIAS to customers throughout the service areas in which it offers BIAS services. Those offerings include a standalone BIAS tier in each of its markets under the name "Performance Starter" that Comcast has provisioned to deliver 6 Mbps down and offers at the retail price of \$49.95 per month. Comcast also offers other standalone tiers of BIAS, at reasonable market-based prices, with speeds that correspond to those offered in its retail multi-product offerings in the relevant service area. Such standalone offerings are available on equivalent terms and conditions to the most comparable BIAS tier available in Comcast's multi-product offerings. Further detail is available in Exhibit A.

³As noted below, in several markets identified in Exhibit A, Part I, price decreases are being implemented for two standalone BIAS tiers concurrent with this filing.

⁴ Comcast offers BIAS to over 99 percent of homes passed by Comcast cable systems.

⁵ Comcast generally sells BIAS in three ways: (i) on a standalone basis; (ii) with discounted, multi-product pricing (such that the price for the Internet access service is reduced if the customer subscribes to one or more other Comcast products); and (iii) as part of bundles for which Comcast determines aggregate prices, without separate pricing for the individual products. As Comcast does not determine separate pricing for the individual products within a bundle, Parts I and II of Exhibit A set forth speeds and pricing only for standalone and multi-product BIAS offerings. For reference purposes, Part II of Exhibit A also provides pricing information for Comcast's National Triple Play Bundles.

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Parts I and II of Exhibit A set forth the standalone and multi-product BIAS speeds and pricing offered by Comcast to customers as of January 31, 2012 in Comcast's top 30 markets (which were determined as of January 15, 2012). The information reflects post-promotional pricing, and (in the case of the multi-product pricing) assumes that the customer continues to subscribe to one other product (video or voice) or all three products (video, voice, and Internet), as applicable.

Part III of Exhibit A sets forth, by company and to the best of Comcast's knowledge after review of those companies' websites, the standalone BIAS offerings of Comcast's principal competitors and the post-promotional pricing of such offerings. Comcast has identified principal competitors, their standalone BIAS offerings, and the pricing of such offerings as of January 15, 2012, except for RCN's standalone BIAS offerings and pricing, which are as of February 8, 2012.

In addition, Comeast notes the following:

- 1. Pursuant to FCC Order Appendix A § XVI.2, Comcast offers BIAS service under the name "Internet Essentials" throughout its service areas, including in each of the 30 markets referenced in Exhibit A. "Internet Essentials" is a comprehensive broadband adoption program that provides low-cost broadband access to households meeting the program's unique eligibility requirements. As this service tier is designed for a specific population with unique eligibility criteria and is subject to separate reporting under the FCC Order, Comcast treats it separately from the generally available retail services that are the subject of this report. Subject to the program's eligibility requirements, Internet Essentials is available on both a standalone and multi-product basis, with no differentiation in price.
- 2. The Ultra tier of service identified in a minority of the top 30 markets in the annual report filed by Comcast on February 22, 2011, is no longer available to new customers and has been excluded from Exhibit A, although that has not changed the service for existing customers.

⁷ The eligibility criteria are codified in FCC Order Appendix A § XVI.2.f. Comcast recently announced that it will broaden the criteria so that National School Lunch Program reduced-price eligible families may participate. In addition, Comcast announced that it is increasing the speed of the Internet Essentials BIAS tier from 1.5 Mbps down to 3 Mbps down.

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- 3. The standalone pricing identified by an * in Exhibit A, Part I is in the process of being reduced from \$41.95 per month to \$39.95 per month. All price reductions will be completed by March 15, 2012.
- 4. The standalone pricing identified by an ** in Exhibit A, Part I is in the process of being reduced from \$116.95 per month to \$114.95 per month. All price reductions will be completed by March 15, 2012.
- 5. During 2012, Comcast will begin to discontinue new offers of the Economy tier of service (1.5 Mbps down/384 Kbps up), although that will not change current service for existing customers
- 6. The top 30 markets were identified as of January 15, 2012.

Please do not hesitate to contact me should you have any questions.

Sincerely yours,

Lynn Charytan

Vice President, Legal Regulatory Affairs

Comcast Corporation

cc (by e-mail):

Martha Heller

Deputy Chief, Industry Analysis Division

Media Bureau

Martha.Heller@fcc.gov

Jeff Gee

Deputy Chief, Investigations & Hearings Division

Enforcement Bureau Jeffrey Gee@fco.gov

cc (by hand delivery): Chief, Industry Analysis Division

EXHIBIT A

Exhibit A, Part I Page 1 of 4

Top 30 Markets - HSD Pricing (Standalone) - alphabetical order

		Speed	
Market	Tier	(Downstream/Upstream)	Standalone Pricing
Atlanta	Economy	1.5 Mbps/384 Kbps	\$41.95*
Allama	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
7	Performance	12 Mbps/2 Mbps	\$62.95
	Blast	20 Mbps/2 Mbps	\$72.95
	Extreme 50	50 Mbps/10 Mbps	\$114.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
Baltimore Metro	Economy	1.5 Mbps/384 Kbps	\$39.95
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50	50 Mbps/10 Mbps	\$114.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
Bay Area	Economy	1.5 Mbps/384 Kbps	\$39.95
ray Fired	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50	50 Mbps/15 Mbps	\$114.95
	Extreme 105	105 Mbps/20 Mbps	\$199.95
Central PA/Harrisburg Area	Economy	1.5 Mbps/384 Kbps	\$39.95
ential PAy harrisburg Area	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50	50 Mbps/10 Mbps	\$114.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
Chesapeake Bay/Eastern Shore	Economy	1.5 Mbps/384 Kbps	\$39.95
chesapeake Bay/ castern Shore	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast		\$72.95
	The state of the s	25 Mbps/4 Mbps	
	Extreme 50 Extreme 105	50 Mbps/10 Mbps 105 Mbps/10 Mbps	\$114.95 \$199.95
Chicago	Francou	1.5 Mbps/384 Kbps	\$41.95*
hicago	Economy		
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50 Extreme 105	50 Mbps/10 Mbps 105 Mbps/10 Mbps	\$116.95 ** \$199.95
	- 0.0000000	4 5 44b /204 Vb	£20.05
Connecticut/Hartford Area	Economy	1.5 Mbps/384 Kbps	\$39.95
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Slast	25 Mbps/4 Mbps	\$72.95
	Extreme 50 Extreme 105	50 Mbps/10 Mbps 105 Mbps/10 Mbps	\$114.95 \$199.95
	Ecoe	1 E MAN - /204 What	\$20.0F
Denver	Economy	1.5 Mbps/384 Kbps	\$39.95
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50	50 Mbps/15 Mbps	\$114.95

Top 30 Markets - HSD Pricing (Standalone) - alphabetical order

		Speed	
farket	<u>Tier</u>	(Downstream/Upstream)	Standalone Pricir
	Extreme 105	105 Mbps/20 Mbps	\$199.95

eater Boston Region	Economy	1.5 Mbps/384 Kbps	\$39.95
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50	50 Mbps/10 Mbps	\$114.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
uston	Economy	1.5 Mbps/384 Kbps	\$39.95
43.011	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
			TAGE LANDER
	Extreme 50	50 Mbps/10 Mbps	\$114.95
	Extreme 105	105 Mbps/10Mbps	\$199.95
ianapolis Region	Economy	1.5 Mbps/384 Kbps	\$41.95*
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50	50 Mbps/10 Mbps	\$116.95**
	Extreme 105	105 Mbps/10 Mbps	\$199.95
ksonville oxville	Economy	1.5 Mbps/384 Kbps	\$41.95*
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
			\$62.95
	Performance	15 Mbps/2 Mbps	
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50 Extreme 105	50 Mbps/10 Mbps 105 Mbps/10 Mbps	\$116.95** \$199.95
	Extreme 103	203 (110)3/ 20 (110)3	V 233.03
oxville	Economy	1.5 Mbps/384 Kbps	\$41.95*
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	12 Mbps/2 Mbps	\$62.95
	Blast	20 Mbps/2 Mbps	\$72.95
	Extreme 50	50 Mbps/10 Mbps	\$116.95**
	Extreme 105	105 Mbps/10 Mbps	\$199.95
estern New England	Economy	1.5 Mbps/384 Kbps	\$39.95
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50		\$114.95
	Extreme 105	50 Mbps/10 Mbps 105 Mbps/10 Mbps	\$199.95
			100 m 1 m 1 m 1 m 1 m 1 m 1 m 1 m 1 m 1
chigan	Economy	1.5 Mbps/384 Kbps	\$41.95*
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50	50 Mbps/10 Mbps	\$116.95**
	Extreme 105	105 Mbps/10 Mbps	\$199.95
shville	Economy	1.5 Mbps/384 Kbps	\$41.95*
13114IIIG		3.0 Mbps/768 Kbps	\$39.95
	Economy Plus		
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95

Page 3 of 4

Top 30 Markets - HSD Pricing (Standalone) - alphabetical order

		Speed	
Market Tarket	Tier	(Downstream/Upstream)	Standalone Pricin
	Extreme 50	50 Mbps/10 Mbps	\$116.95**
	Extreme 105	105 Mbps/10 Mbps	\$199.95
ew Jersey - North (Union/Central NJ)	Economy	1.5 Mbps/384 Kbps	\$39.95
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50	50 Mbps/10 Mbps	\$114.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
ew Jersey - South (Cherry	Economy	1.5 Mbps/384 Kbps	\$39.95
II/Pleasantville/Vineland)	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
The state of the s	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50	50 Mbps/10 Mbps	\$114.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
iladelphia Metro	Economy	1.5 Mbps/384 Kbps	\$39.95
naderpina Metro	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50		\$114.95
	Extreme 105	50 Mbps/10 Mbps 105 Mbps/10 Mbps	\$199.95
	Extreme 105	103 Midps/10 Midps	2133.33
rtsburgh	Economy	1.5 Mbps/384 Kbps	\$39.95
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50	50 Mbps/10 Mbps	\$114.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
rtland	Economy	1.5 Mbps/384 Kbps	\$39.95
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50	50 Mbps/15 Mbps	\$114.95
	Extreme 105	105 Mbps/20 Mbps	\$199.95
chmond	Economy	1.5 Mbps/384 Kbps	\$39.95
imote	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50	50 Mbps/10 Mbps	\$114.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
cramento/Central CA	Francomy	1 E Mhns/204 Vhns	\$39.95
cramento/central CA	Economy Plus	1.5 Mbps/384 Kbps	\$39.95
		3.0 Mbps/768 Kbps	\$39.95 \$49.95
	Performance Starter	6 Mbps/1 Mbps	20
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50 Extreme 105	50 Mbps/10 Mbps 105 Mbps/10 Mbps	\$114.95 \$199.95
	externe 103	200 (1100) 20 (1100)	4133.33
It Lake City	Economy	1.5 Mbps/384 Kbps	\$39.95
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95

Exhibit A, Part I Page 4 of 4

Top 30 Markets - HSD Pricing (Standalone) - alphabetical order

		Speed	
Market	Tier	(Downstream/Upstream)	Standalone Pricing
	Ultra	22M/5M	\$114.95
	Extreme 50	50 Mbps/15 Mbps	\$114.95
	Extreme 105	105 Mbps/20 Mbps	\$199.95
Seattle	Economy	1.5 Mbps/384 Kbps	\$39.95
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50	50 Mbps/15 Mbps	\$114.95
	Extreme 105	105 Mbps/20 Mbps	\$199.95
outh Florida/Mlami	Economy	1.5 Mbps/384 Kbps	\$41.95*
outh Florida/Whamii	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	12 Mbps/2 Mbps	\$62.95
	Blast	20 Mbps/2 Mbps	\$72.95
	Extreme 50	50 Mbps/10 Mbps	\$116.95**
	Extreme 105	105 Mbps/10 Mbps	\$199.95
	Extreme 105	103 Mbps/10 Mbps	\$199.95
W FL - Sarasota	Economy	1.5 Mbps/384 Kbps	\$39.95
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
12	Performance	12 Mbps/2 Mbps	\$62.95
	Blast	20 Mbps/2 Mbps	\$72.95
	Extreme 50	50 Mbps/10 Mbps	\$116.95**
	Extreme 105	105 Mbps/10 Mbps	\$199.95
Twin Cities (Minneapolis/St. Paul)	Economy	1.5 Mbps/384 Kbps	\$39.95
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50	50 Mbps/15 Mbps	\$114.95
	Extreme 105	105 Mbps/20 Mbps	\$199.95
Washington DC Metro/Tri County/NVA	Economy	1.5 Mbps/384 Kbps	\$39.95
71 N. 1 31 M. 152 CM 11	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$62.95
	Blast	25 Mbps/4 Mbps	\$72.95
	Extreme 50	50 Mbps/10 Mbps	\$114.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
West Palm	Economy	1.5 Mbps/384 Kbps	\$41.95*
	Economy Plus	3.0 Mbps/768 Kbps	\$39.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	12 Mbps/2 Mbps	\$62.95
	Blast	20 Mbps/2 Mbps	\$72.95
	Extreme 50	50 Mbps/10 Mbps	\$116.95**
	Extreme 105	105 Mbps/10 Mbps	\$199.95
dotes:	Extreme 103	103 Hibps/ 10 Mibps	Q133.33

Notes:

^{*} Standalone pricing is in the process of being reduced from \$41.95 per month to \$39.95 per month. All price reductions will be completed by March 15, 2012.

^{**} Standalone pricing is in the process of being reduced from \$116.95 per month to \$114.95 per month. All price reductions will be completed by March 15, 2012.

Exhibit A, Part II Page 1 of 4

Top 30 Markets - HSD Pricing (Multi Product) - alphabetical order

Market	Tex	(Downstream/Upstream)	Multi-Product Pricin
			1445
Atlanta	Economy	1.5 Mbps/384 Kbps	\$29.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	12 Mbps/2 Mbps	\$48.95
	Blast	20 Mbps/2 Mbps	\$58.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
altimore Metro	Economy	1.5 Mbps/384 Kbps	\$26.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$45.95
	Blast	25 Mbps/4 Mbps	\$55.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
	-	4.5.44 /204.44	630.05
ay Area	Economy	1.5 Mbps/384 Kbps	\$28.95
ntral PA/Harrisburg Area	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$46.95
	Blast	25 Mbps/4 Mbps	\$56.95
	Extreme 50	50 Mbps/15 Mbps	\$99.95
	Extreme 105	105 Mbps/20 Mbps	\$199.95
entral PA/Harrisburg Area	Economy	1.5 Mbps/384 Kbps	\$26.95
Per di Ministra di La si Perio di Sociali de Contra di Sociali di Mandalli di Sociali d	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$45.95
	Blast	25 Mbps/4 Mbps	\$55.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
haranta Barifferton Shara	F	4 5 MAN - /204 MAN	¢25.05
nesapeake Bay/Eastern Shore	Economy	1.5 Mbps/384 Kbps	\$26.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
sapeake Bay/Eastern Shore	Performance	15 Mbps/2 Mbps	\$45.95
	Blast	25 Mbps/4 Mbps	\$55.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
hicago	Economy	1.5 Mbps/384 Kbps	\$29.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$48.95
esapeake Bay/Eastern Shore	Blast	25 Mbps/4 Mbps	\$58.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
			Na distribution
onnecticut/Hartford Area	Economy	1.5 Mbps/384 Kbps	\$29.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$48.95
	Diast ·	25 Mbps/4 Mbps	\$58.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
enver	Economy	1.5 Mbps/384 Kbps	\$29.95
STATE STATE	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$48.95
	Blast	25 Mbps/4 Mbps	\$58.95
	Extreme 50	50 Mbps/15 Mbps	\$99.95
		SOUNT CT /COUNT OF	333.33

Top 30 Markets - HSD Pricing (Multi Product) - alphabetical order

		Speed	Newton Production of the
<u>Market</u>	<u>Tier</u>	(Downstream/Upstream)	Multi-Product Pricin
reater Boston Region	Economy	1.5 Mbps/384 Kbps	\$29.95
•	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$48.95
	Blast	25 Mbps/4 Mbps	\$58.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
ouston	Economy	1.5 Mbps/384 Kbps	\$29.95
Ouston	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$48.95
			\$58.95
	Blast	25 Mbps/4 Mbps	\$99.95
	Extreme 50 Extreme 105	50 Mbps/10 Mbps 105 Mbps/10Mbps	\$199.95 \$199.95
B 12012 W			
-	Economy	1.5 Mbps/384 Kbps	\$26.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$46.95
sonville	Blast	25 Mbps/4 Mbps	\$56.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
ocksonville	Economy	1.5 Mbps/384 Kbps	\$29.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$48.95
	Blast	25 Mbps/4 Mbps	\$58.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
novville	Economy	1.5 Mbps/384 Kbps	\$29.95
noxeme	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter		\$49.95
oxville stern New England		6 Mbps/1 Mbps	
	Performance	12 Mbps/2 Mbps	\$48.95
	Blast	20 Mbps/2 Mbps	\$58.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
estern New England	Economy	1.5 Mbps/384 Kbps	\$29.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$48.95
	Blast	25 Mbps/4 Mbps	\$58.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
Michigan	Economy	1.5 Mbps/384 Kbps	\$26.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$46.95
	Blast	25 Mbps/4 Mbps	\$56.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
lashville	Economy	1.5 Mbps/384 Kbps	\$29.95
as in the	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
			\$49.95
	Performance Starter	6 Mbps/1 Mbps	
	Performance	15 Mbps/2 Mbps	\$48.95
	Blast	25 Mbps/4 Mbps	\$58.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95

Exhibit A, Part II Page 3 of 4

Top 30 Markets - HSD Pricing (Multi Product) - alphabetical order

Market	Tier	Speed (Downstream/Upstream)	Multi-Product Pricin
	AIN.	- Indiana de la composition della composition de	THE PARTY OF THE P
New Jersey - North (Union/Central NJ)	Economy	1.5 Mbps/384 Kbps	\$29.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
141	Performance	15 Mbps/2 Mbps	\$48.95
	Blast	25 Mbps/4 Mbps	\$58.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
	Economy	1.5 Mbps/384 Kbps	\$29.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$48.95
	Blast	25 Mbps/4 Mbps	\$58.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
hiladelphia Metro	Economy	1.5 Mbps/384 Kbps	\$29.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$48.95
	Blast	25 Mbps/4 Mbps	\$58.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
985	Extreme 105	105 Mbps/10 Mbps	\$199.95
ittsburgh	Economy	1.5 Mbps/384 Kbps	\$26.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
v.	Performance	15 Mbps/2 Mbps	\$45.95
	Blast	25 Mbps/4 Mbps	\$55.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
Portland	Economy	1.5 Mbps/384 Kbps	\$29.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$48.95
	Blast	25 Mbps/4 Mbps	\$58.95
	Extreme 50	50 Mbps/15 Mbps	\$99.95
	Extreme 105	105 Mbps/20 Mbps	\$199.95
ichmond	Economy	1.5 Mbps/384 Kbps	\$26.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$45.95
	Blast	25 Mbps/4 Mbps	\$55.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
acramento/Central CA	Economy	1.5 Mbps/384 Kbps	\$28.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$46.95
	Blast	25 Mbps/4 Mbps	\$56.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
alt Lake City	Economy	1.5 Mbps/384 Kbps	\$27.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$45.95
	Blast	25 Mbps/4 Mbps	\$55.95
	Extreme 50	50 Mbps/15 Mbps	\$99.95
	Extreme 105	105 Mbps/20 Mbps	\$199.95

Exhibit A, Part II Page 4 of 4

Top 30 Markets - HSD Pricing (Multi Product) - alphabetical order

Market	Tier	Speed (Downstream/Upstream)	Multi-Product Pricin
Facilia	F	4 E MAN - 1004 VI	627.05
Seattle	Economy	1.5 Mbps/384 Kbps	\$27.95 \$29.95
	Economy Plus Performance Starter	3.0 Mbps/768 Kbps	\$49.95
	Performance Starter	6 Mbps/1 Mbps	\$45.95
	Blast	15 Mbps/2 Mbps 25 Mbps/4 Mbps	\$55.95
	Extreme 50		\$99.95
	Extreme 105	50 Mbps/15 Mbps 105 Mbps/20 Mbps	\$199.95
			#. T.
outh Florida/Miami	Economy	1.5 Mbps/384 Kbps	\$29.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	12 Mbps/2 Mbps	\$48.95
	Blast	20 Mbps/2 Mbps	\$58.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
W FL - Sarasota	Economy	1.5 Mbps/384 Kbps	\$26.95
** * L - Jai a30 ta	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance Performance	12 Mbps/2 Mbps	\$45.95
	Blast	5.952	\$55.95
	Extreme 50	20 Mbps/2 Mbps 50 Mbps/10 Mbps	\$99.95
	Extreme 50 Extreme 105	105 Mbps/10 Mbps	\$199.95
	anticine 200	205 (110) 50, 20 1110) 5	V222.55
win Cities (Minneapolis/St. Paul)	Economy	1.5 Mbps/384 Kbps	\$29.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$48.95
	Blast	25 Mbps/4 Mbps	\$58.95
	Extreme 50	50 Mbps/15 Mbps	\$99.95
	Extreme 105	105 Mbps/20 Mbps	\$199.95
Vashington DC Metro/Tri County/NVA	Economy	1.5 Mbps/384 Kbps	\$26.95
Taring to the track of the country to the	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	15 Mbps/2 Mbps	\$45.95
	Blast	그리카인 경험 기계	
	Extreme 50	25 Mbps/4 Mbps 50 Mbps/10 Mbps	\$55.95 \$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
	Entreme 100	203 (110)3, 20 1110)3	V 233.33
Vest Palm	Economy	1.5 Mbps/384 Kbps	\$29.95
	Economy Plus	3.0 Mbps/768 Kbps	\$29.95
	Performance Starter	6 Mbps/1 Mbps	\$49.95
	Performance	12 Mbps/2 Mbps	\$48.95
	Blast	20 Mbps/2 Mbps	\$58.95
	Extreme 50	50 Mbps/10 Mbps	\$99.95
	Extreme 105	105 Mbps/10 Mbps	\$199.95
National Triple Play Bundles	No. of the last of	12 · 20 · 40 · 50 · 60 · 60 · 60 · 60 · 60 · 60 · 6	
riple Play 5.0 Bundles		Every Day Bundle Pricing Inon-promotional)	***
tarter XF		2	
- Performance		\$136.99 - \$139.95	
referred XF			
- Performance		\$149.95 - \$149.99	
D Preferred XF			
- Performance		\$159.95 - \$159.99	
ID Preferred Plus XF		High control and a superior and a su	
- Blast		\$179.95 - \$179.99	
ID Premier XF		ALL DE TOID DE	
- Blast		\$204.99 - \$209.95	
ID Complete XF - Blast		\$224 DQ \$220 DE	
		\$234.99 - \$239.95	
otes: *** High speed service not separately priced			

Principal Competitors and Competitors' Standalone Pricing and Speeds (as of January 15, 2012)

Principal Competitors

Market	Competitor (s)
Atlanta	AT&T DSL & U-Verse (BellSouth)
Baltimore Metro	Verizon ("VZ") DSL & FiOS
Bay Area	AT&T DSL & U-Verse (SBC)
Central PA/Harrisburg Area	VZ DSL & FiOS; Frontier
Chesapeake Bay/Eastern Shore	VZ DSL & FiOS
Chicago	AT&T DSL & U-Verse; Frontier; RCN; WOW
Connecticut/Hartford Area	AT&T DSL & U-Verse; VZ DSL & FiOS
Denver	CenturyLink
Greater Boston Region	VZ DSL & FIOS
Houston	AT&T DSL & U-Verse; VZ DSL & FiOS
Indianapolis Region	AT&T DSL & U-Verse (SBC); Frontier
Jacksonville	AT&T DSL & U-Verse; VZ DSL & FiOS
Knoxville	AT&T DSL & U-Verse (BellSouth); Frontier
Western NE/Manchester	VZ DSL & FiOS
Michigan	AT&T DSL & U-Verse (SBC); Frontier
Nashville	AT&T DSL & U-Verse (BellSouth)
New Jersey - North (Union/Central NJ)	VZ DSL & FiOS
New Jersey - South (Cherry Hill/Pleasantville/Vineland)	VZ DSL & FIOS
Philadelphia Metro	VZ DSL & FiOS
Pittsburgh	VZ DSL & FiOS
Portland	Frontier; CenturyLink
Richmond	VZ DSL & FiOS
Sacramento/Central CA	AT&T DSL & U-Verse; Frontier
Salt Lake City	CenturyLink
Seattle	Frontier; CenturyLink
South Florida/Miami	AT&T DSL & U-Verse (BellSouth); VZ DSL & FiOS
SW FL - Sarasota	VZ DSL & FiOS; AT&T DSL (BellSouth)
Twin Cities (Minneapolis/St. Paul)	Frontier, CenturyLink
Washington DC Metro/Tri County/NVA	VZ DSL & FiOS; RCN
West Paim	AT&T DSL & U-Verse (BellSouth), VZ DSL & FiOS

Competitors' Pricing and Speeds

Veri	zon	Verizo	on DSL		Verizon FiOS					
Package		HSI 500 Kbps to 1 Mbps	HSI 1.1 Mbps to 15 Mbps	FiOS Internet 3/1	FiOS Internet 15/5	FiOS Internet 25/25	FiOS Internet 35/35	FiOS Internet 50/20	FiOS Internet 150/35	
Account Conned	Downstream	1 Mbps	15 Mbps	3 Mbps	15 Mbps	25 Mbps	35 Mbps	50 Mbps	150 Mbps	
Access Speed	Upstream	384 kbps	1 Mbps	1 Mbps	5 Mbps	25 Mbps	35 Mbps	20 Mbps	35 Mbps	
Monthly Base Price		\$29.99/mo	\$44.99/ma	\$64.99/ma	\$74.99/mo	\$89.99/mo	\$55.00/mo (w/phone only)	\$144.95/mo (require 12 mo)	\$199.99/mo (require 12 mo)	

AT&T		THE PERSON NAMED IN	AT&T D	SL (SBC)		AT&T U-verse (SBC)				
Pack	age	AT&T High Speed Internet Direct Basic	AT&T High Speed Internet Direct Express	AT&T High Speed Internet Direct Pro	AT&T High Speed Internet Direct Elite	AT&T U-verse High Speed Internet Pro	AT&T U-verse High Speed Internet Elite	AT&T U-verse High Speed Internet Max	AT&T U-verse High Speed Internet Max Plus	AT&T U-verse High Speed Internet Max Turbo
Access Speed	Downstream	768 kbps	1.5 Mbps	3 Mbps	6 Mbps	3 Mbps	6 Mbps	12 Mbps	18 Mbps	24 Mbps
Access Speed	Upstream	384 kbps	384 kbps	512 kbps	768 kbps	1 Mbps	1 Mbps	1.5 Mbps	1.5 Mbps	3 Mbps
Monthly Base Price		\$30.00/mo	\$38.00/ma	\$43.00/mo	548.00/ma	\$38.00/ma	\$43.00/ma	\$48.00/mp	\$53.00/mo	\$63.00/ma

AT&T Package			AT&T DSL (BellSouth)				AT&T U-verse (BellSouth)					
		FastAccess DSL Direct 768k (Lite)	FastAccess DSL Direct 1.5M (Ultra)	FastAccess DSL Direct 3.0M (Xtreme)	FastAccess DSL Direct 6.0M (Xtreme 6.0)	AT&T U-verse High Speed Internet Pro	AT&T U-verse High Speed Internet Elite	AT&T U-verse High Speed Internet Max	AT&T U-verse High Speed Internet Max Plus	AT&T U-verse High Speed Internet Max Turbo		
Access Speed	Downstream	768 kbps	1.5 Mbps	3 Mbps	6 Mbps	3 Mbps	6 Mbps	12 Mbps	18 Mbps	24 Mbps		
Access speed	Upstream	384 kbps	384 kbps	512 kbps	768 kbps	1 Mbps	1 Mbps	1.5 Mbps	1.5 Mbps	3 Mbps		
Monthly Base Price		\$30.00/ma	\$38.00/ma	\$43.00/mo	\$48.00/mo	\$38.00/mo	\$43.00/ma	\$48.00/ma	\$53.00/mo	\$63.00/ma		

AT&T competitive pricing represented for former Bell South & SBC markets.

CenturyLink		THE PERSON NAMED IN	4.5	Centu	ry Link					
Package		Ultimate Start Up	Essential	Advanced	Extreme	Pro	VD512 (40/20)			
Access Speed	Downstream	1.5 Mbps	7 Mbps	12 Mbps	20 Mbps	40 Mbps	40 Mbps			
	Upstream	896 kbps	896 kbps	896 kbps	896 kbps	5 Mbps	20 Mbps			
Monthly Base Price		\$40.00/mo	\$45.00/ma	\$50.00/mo	\$60.00/mo	\$70.00/mo	\$80.00/mo			

RC	N		RCN					
Pack	age	10 Mbps Internet (Chicago only)	25 Mbps Internet	50 Mbps Internet	75Mbps Internet			
Access Council	Downstream	10 Mbps	25 Mbps	50 Mbps	75 Mbps			
Access Speed	Upstream	800 Kbps	2 Mbps	6 Mbps	6 Mbps			
Monthly Base Price		44.99/mo	\$49.99/ma - \$59.99/ma	\$59.99/ma - \$69.99/ma	\$79.99/mo - \$123.95/mo			

RCN pricing as of February 8, 2012. No non-promotional pricing available; prices reflect year 3 pricing of advertised 3 year promotion.

WOW Package		Wide Open West					
		2Mbps Internet	15Mbps Internet	30Mbps Internet	50Mbps Internet		
Account Council	Downstream	2 Mbps	15 Mbps	30 Mbps	50 Mbps		
Access Speed	Upstream	1 Mbps	1 Mbps	3 Mbps	5 Mbps		
Monthly Base Price		\$40.00/mo	\$50.00/mo	\$70.00/mo	\$90.00/ma		

Frontier Package		Frontier DSL (Seattle, WA)			Frontier FiOS (Seattle, WA)				Frontier (Rochester, NY)	
		Starter Plan	Power Plan	Turbo Plan	FiOS Internet 15/5	FiOS Internet 25/25	FiOS Internet 35/35	FiOS Internet 50/20	Lite	Max
Access Speed	Downstream	1 Mbps	3 Mbps	7 Mbps	15 Mbps	25 Mbps	35 Mbps	50 Mbps	1 Mbps	12 Mbps
Access speed	Upstream	384 kbps	768 kbps	768 kbps	5 Mbps	25 Mbps	35 Mbps	20 Mbps	384 Kbps	768 Kbps
Monthly B	ase Price	\$34.99/mo	\$49.99/mo	\$54.99/mo	\$69.99/mo	\$79.99/mo	\$60.00/ma (w/ phone	\$159.95/mo	\$25.99/ma	\$32.99/ma